

# MAHINDRA SOLARIZE PRIVATE LIMITED

Registered office address:- Mahindra Towers, Pandurang Budhkar Marg,  
Near Doordarshan Kendra, Worli, Mumbai - 400 018, India

CIN: U40106MH2021PTC358435

Tel No. +91 22 24901441, Fax No. +91 22 24900833

Email: [khanolkar.akshata@mahindra.com](mailto:khanolkar.akshata@mahindra.com); Website: [www.mahindrasolarize.com](http://www.mahindrasolarize.com)

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## NOTICE

NOTICE IS HEREBY GIVEN THAT 4<sup>TH</sup> ANNUAL GENERAL MEETING ("AGM") OF THE MEMBERS OF MAHINDRA SOLARIZE PRIVATE LIMITED WILL BE HELD ON TUESDAY, 15<sup>TH</sup> JULY 2025 AT 5.00 P.M. THROUGH VIDEO CONFERENCING ("VC") FACILITY TO TRANSACT THE FOLLOWING BUSINESSES:

The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company at Mahindra Towers, Pandurang Budhkar Marg, Near Doordarshan Kendra, Worli, Mumbai - 400018, which shall be the deemed venue of the AGM.

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended 31<sup>st</sup> March, 2025 and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of **Ms. Ami Goda (DIN: 09136149)** who retires by rotation and being eligible, offers herself for re-appointment.

### **SPECIAL BUSINESSES:**

3. **To appoint Ms. Isha Dalal (DIN: 09247780) as a Director of the Company**

To consider and, if thought fit, to pass, with or without modification(s), the following as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of section 152 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Rules framed thereunder (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), Ms. Isha Dalal (DIN: 09247780), who has been appointed by the Board of Directors as an Additional Director with effect from 17<sup>th</sup> October 2024 under section 161 of the Act and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting of the Company and in respect of whom the Company has received a Notice in writing from a Member under section 160 of the Act proposing her candidature for the office of Director of the Company, be appointed as a Director of the Company, liable to retire by rotation."

4. **To appoint Mr. Deepak Thakur (DIN: 06939592) as a Director of the Company**

To consider and, if thought fit, to pass, with or without modification(s), the following as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of section 152 and all other applicable

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provisions, if any, of the Companies Act, 2013 ("the Act") and the Rules framed thereunder (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), Mr. Deepak Thakur (DIN: 06939592), who has been appointed by the Board of Directors as an Additional Director with effect from 19<sup>th</sup> May 2025 under section 161 of the Act and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting of the Company and in respect of whom the Company has received a Notice in writing from a Member under section 160 of the Act proposing his candidature for the office of Director of the Company, be appointed as a Director of the Company, liable to retire by rotation."

### **NOTES:**

1. The Ministry of Corporate Affairs ("MCA") has vide its circulars dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 15<sup>th</sup> June, 2020, 28<sup>th</sup> September, 2020, 31<sup>st</sup> December, 2020, 23<sup>rd</sup> June, 2021, 8<sup>th</sup> December, 2021, 5<sup>th</sup> May, 2022 and 28<sup>th</sup> December, 2022, General Circular No. 09/2023 dated 25<sup>th</sup> September, 2023 and General Circular No. 09/2024 dated 19<sup>th</sup> September 2024 and 19<sup>th</sup> September 2024 (collectively referred to as "MCA Circulars") permitted the convening of the Annual General Meeting through VC or OAVM, without the physical presence of the members at a common venue. In accordance with the MCA Circulars and provisions of the Companies Act, 2013 ('the Act'), the AGM of the Company is being held through VC.
2. Pursuant to the provisions of the Companies Act, 2013, generally, a Member entitled to attend and vote at the AGM is entitled to appoint a Proxy to attend and vote on his/her behalf and the Proxy need not be a Member of the Company. In line with the MCA Circulars, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM as it is being held through Video Conferencing. However, the Corporate members are entitled to appoint authorized representatives to attend the AGM through VC and participate thereat and cast their votes at the AGM. Corporate members intending to attend the meeting through their authorized representatives are requested to email to [sharaf.payal@mahindra.com](mailto:sharaf.payal@mahindra.com), a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
3. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification/Guidance on applicability of Secretarial Standards - 1 and 2 dated 15<sup>th</sup> April, 2020 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.
4. The Members can join the AGM through VC 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in this Notice. The facility of participation at the AGM through VC will be made available to all the Members of the Company.

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5. Details of Directors seeking appointment / re-appointment at this Annual General Meeting in pursuance of provisions of the Companies Act, 2013 are given as an Annexure to the Notice.
6. An Explanatory Statement as required under Section 102 of the Act, in respect of special business is annexed hereto and forms part of the Notice.
7. A member shall be entitled to attend and vote either by show of hands if the Chairman allows or by sending their assent/dissent via email [sharaf.payal@mahindra.com](mailto:sharaf.payal@mahindra.com) ("Designated email ID") with copy marked to [khanolkar.akshata@mahindra.com](mailto:khanolkar.akshata@mahindra.com), in case a poll is demanded.
8. The Company's Registrar and Transfer Agents for its share registry work are Link Intime India Private Limited having its office at C-13, Pannalal Silk Mills Compound, LBS Marg, Bhandup (West), Mumbai 400078. Email id: [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in) Phone: +91 22 4918 6000/ 6200.
9. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and the relevant documents, if any, referred to in the Notice will be available electronically for inspection by the members during the AGM. Documents referred to in the Notice as available for inspection will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of the AGM. Members seeking to inspect the registers during AGM or inspect documents can send an email to [sharaf.payal@mahindra.com](mailto:sharaf.payal@mahindra.com).
10. Members seeking any information with regard to the accounts or any matter to be placed at the AGM are requested to write to the Company through their registered email IDs on [sharaf.payal@mahindra.com](mailto:sharaf.payal@mahindra.com) any time before and during the meeting.
11. Members attending the AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
12. Since the AGM will be held through VC, the Route Map is not annexed in this Notice.

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13. Instructions for Members for attending the AGM through VC are as under:

- i) Members can join the Meeting by clicking on the link provided in the email containing this notice convening the AGM of the Shareholders.
- ii) Members who need IT assistance before or during the AGM can contact Mr. Sidheswara Sahu (9930557433/ 9967650333).

By Order of the Board  
For **Mahindra Solarize Private Limited**

Sd/-  
Parul Soni  
Company Secretary  
ACS -73017

Place: Mumbai

Date: 15<sup>th</sup> April, 2025

**Registered Office:**

Mahindra Towers, Pandurang Budhkar Marg,

Near Doordarshan Kendra, Worli, Mumbai - 400018

CIN: U40106MH2021PTC358435

Email Id: [soni.parul@mahindra.com](mailto:soni.parul@mahindra.com)

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Tel. No. 022-24901441

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### ANNEXURE TO THE NOTICE OF ANNUAL GENERAL MEETING

#### Details of Director seeking re-appointment at the 4<sup>th</sup> Annual General Meeting in pursuance of provisions of the Companies Act, 2013 and Secretarial Standard

#### ITEM NO. 2

Ms. Ami Goda (DIN: 09136149), Director, being eligible, offers herself for re- appointment at the 4<sup>th</sup> Annual General Meeting of the Company.

The following additional information as required under Secretarial Standard on General Meetings (SS - 2), is provided in respect of Ms. Ami Goda (DIN: 09136149):

|  |   |
|--|---|
| Name   | Ms. Ami Goda (DIN: 09136149)  |
| Age  | 44 Years  |
| Qualification  | Ami is an MBA from Narsee Monjee Institute of Management Studies, Mumbai  |
| Experience   | Ami Goda has an extensive experience of 18 years primarily in Corporate Finance. She has held positions of responsibility in Business Finance, Commercial Finance, Supply chain Finance, Pricing, Deal structuring and Financial Planning. She is joining us from General Electric (GE) where she was responsible for the \$1Bn Equipment and Services business for Onshore Wind Asia region. During her 14 years at GE, she has worked across multiple business segments - Financial services, Healthcare, Transportation, Renewables Onshore and across geographies - Asia, Growth markets and India. |
| Terms & conditions of appointment / re- appointment (along with details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable) | Appointed as a Director on the Board of Directors of the Company w.e.f. 20 <sup>th</sup> June 2023<br><br><u>Remuneration sought to be paid</u> - No remuneration is payable.<br><u>Remuneration last drawn</u> - NIL   |
| Date of first appointment on the Board   | 20 <sup>th</sup> June 2023  |
| Shareholding in the company  | NIL   |
| Relationship with other Directors, Manager and other Key Managerial Personnel (KMPs) of the company  | None  |
| The number of Meetings of the Board attended during the year   | 6   |

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|--|--|
| Other Directorships, Membership/<br>Chairmanship of other Boards | <p><b><u>Details of Directorships:</u></b><br/>TICL Brands ( India) Pvt Ltd<br/>M.I.T.R.A. Agro Equipments Private<br/>Mahindra EPC Irrigation Limited<br/>Mahindra HZPC Private Limited<br/>Mahindra Agri Solutions Ltd</p> <p><b><u>Details of other Chairmanship and Memberships<br/>of Committee of other Boards:</u></b><br/>Mahindra HZPC Private Limited - Audit<br/>Committee Chairperson<br/>Mahindra Agri Solution Ltd - Audit Committee<br/>Chairperson<br/>Mahindra EPC Irrigation Limited - Audit<br/>Committee Chairperson</p> |
|--|--|

### EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESSES PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

#### ITEM NO. 3

#### To appoint Ms. Isha Dalal (DIN: 09247780) as a Director of the Company

Ms. Isha Dalal (DIN: 09247780) was appointed as an Additional Director of the Company by the Board of Directors of the Company with effect from 17<sup>th</sup> October, 2024 to hold office upto the date of the 4<sup>th</sup> AGM.

The Company has received, pursuant to Section 160 of the Companies Act, 2013, notice in writing from a member proposing candidature of Ms. Isha Dalal to the office of Director of the Company.

Ms. Isha Dalal has given her consent to act as a Director of the Company. She has also given requisite declarations pursuant to Section 164 of the Act confirming that she is not disqualified from being appointed as a Director of the Company.

The brief profile of Ms. Isha Dalal is as under:

*Ms. Isha Dalal has joined the group recently as SVP and Head- Group FP&A. As part of GCO, she plays a key role in financial planning and forecasting, budgeting and capital allocation, therefore enabling decision making and supporting the overall success of the organization. Isha joins us from Hindustan Unilever where she has worked since 2021. In her most recent role, she was leading Supply Chain Finance across HUL's manufacturing and distribution network before which she was leading FP&A and Performance Management.*

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*Prior to joining HUL, Isha was an investor in consumer and consumer tech businesses at India-focused fund, Multiple Private Equity. She has over 15 years of experience in diverse roles including investment banking, private equity, media and in corporate finance. Isha has a MBA in Finance from Columbia University, New York.*

The following additional information as required under Secretarial Standard for General Meeting, other than qualification and experience which is given above, is provided in respect of Ms. Isha Dalal (DIN: 09247780):

|  |  |
|--|--|
| Name   | Ms. Isha Dalal (DIN: 09247780)   |
| Age  | 39 years   |
| Terms & conditions of appointment / re- appointment (along with details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable) | Appointed as an Additional Director on the Board of Directors of the Company w.e.f. 17 <sup>th</sup> October 2024. She shall be liable to retire by rotation.<br><br><u>Remuneration sought to be paid</u> - No remuneration is payable.<br><br><u>Remuneration last drawn</u> - NIL   |
| Date of first appointment on the Board   | 17 <sup>th</sup> October 2024  |
| Shareholding in the company  | NIL  |
| Relationship with other Directors, Manager and other Key Managerial Personnel (KMPs) of the company  | Ms. Isha Dalal is not related to any of the Directors and KMPs of the Company.   |
| The number of Meetings of the Board attended during the year   | 3  |
| Other Directorships, Membership/ Chairmanship of other Boards  | <b><u>Details of other Directorships-</u></b><br><br>i. Carnot Technologies Private Ltd.<br>ii. Resurgence Solarize Urja Private Ltd.<br>iii. Radal Infotech Private Limited<br>iv. Automobili Pininfarina Gmbh<br>v. Mitsubishi Mahindra Agricultural Machinery Company Ltd.<br>vi. Sampo Rosenlew OY, Finland<br>vii. BSA Company Limited<br>viii. Mahindra Agriculture Brazil<br>ix. Mahindra South East Asia Ltd.<br>x. Mahindra Electric Automobile Ltd.<br><b><u>Details of other Chairmanship and Memberships of Committee of other Boards: NIL</u></b> |

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The Board is of the view that the knowledge and experience of Ms. Isha Dalal will be of immense benefit and value to the Company, recommends the appointment of Ms. Isha Dalal as a Director of the Company to the Members.

Save and except Ms. Isha Dalal and his relatives, none of the other Directors, Key Managerial Personnel (KMP) of the Company and their relatives are, in any way, concerned or interested, financially or otherwise in the said Ordinary Resolution.

The Board recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval of the Members.

### **ITEM NO. 4**

#### **To appoint Mr. Deepak Thakur (DIN: 06939592) as a Director of the Company**

Mr. Deepak Thakur (DIN: 06939592) was appointed as an Additional Director of the Company by the Board of Directors of the Company with effect from 19<sup>th</sup> May 2025 to hold office upto the date of the 4<sup>th</sup> AGM.

The Company has received, pursuant to Section 160 of the Companies Act, 2013, notice in writing from a member proposing candidature of Mr. Deepak Thakur to the office of Director of the Company.

Mr. Deepak Thakur has given his consent to act as a Director of the Company. He has also given requisite declarations pursuant to Section 164 of the Act that he is not disqualified from being appointed as a Director of the Company.

The brief profile of Mr. Deepak Thakur is as under:

*Deepaksingh C Thakur, a seasoned leader with three decades of experience across energy, industrial equipment, electronics, and infrastructure sectors, serves as the Managing Director & CEO of Mahindra Susten, the Mahindra Group's flagship renewables entity with in-house EPC capabilities. Appointed in March 2022, Deepak is responsible for shaping the strategic direction and driving business vision through organizational enhancement, strategic investments, and collaborations.*

*Deepak's leadership also extends to TEQO, which is Mahindra's renewables asset management business. Upon joining the Mahindra Group in 2022, he also assumed responsibilities as a Director at Solarize, where he was instrumental in strategically positioning the business within key verticals such as solar pump, small rooftop and PV EPC for commercial & industrial segments while also directing a business-focused approach for the residential sector. Recognizing his pivotal contributions, Deepak rejoined the Solarize Board in May 2025 to guide its next phase of development and growth.*

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Prior to his tenure at Mahindra, Deepak was the Lead – Renewables & Energy Storage (Executive Vice President) at the Reliance Group, where he played a key role in developing the strategic plan for the New Energy vertical and was actively involved in M&A transactions exceeding USD 1.5 billion. He also served as CEO – Hybrid and Energy Storage Business for Sterling and Wilson (a Shapoorji Pallonji Group company), overseeing the Wind EPC and e-mobility verticals and holding board positions at Sterling PBES Energy Solutions (Canada) and GCO Australia. Deepak's extensive career includes tenures with major industry players like Larsen & Toubro Ltd., Honeywell, and Thermax, marked by a proven track record of incubating new businesses with global footprints and successfully managing diverse responsibilities encompassing sales, marketing, corporate strategy, business planning, strategic alliances, and P&L ownership.

Deepak holds a Bachelor of Engineering degree from the University of Pune, India, and is an alumnus of the Symbiosis Institute of Business Management.

The following additional information as required under Secretarial Standard for General Meeting, other than qualification and experience which is given above, is provided in respect of Mr. Deepak Thakur (DIN: 06939592):

|  |   |
|--|---|
| Name   | Mr. Deepak Thakur (DIN: 06939592)   |
| Age  | 56 years  |
| Terms & conditions of appointment / re- appointment (along with details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable) | Appointed as an Additional Director on the Board of Directors of the Company w.e.f. 19 <sup>th</sup> May 2025. He shall be liable to retire by rotation.<br><br><u>Remuneration sought to be paid</u> – No remuneration is payable.<br><br><u>Remuneration last drawn</u> - NIL |
| Date of first appointment on the Board   | 19 <sup>th</sup> May 2025   |
| Shareholding in the company  | NIL   |
| Relationship with other Directors, Manager and other Key Managerial Personnel (KMPs) of the company  | Mr. Deepak Thakur is not related to any of the Directors and KMPs of the Company.   |
| The number of Meetings of the Board attended during the year   | None  |
| Other Directorships, Membership/ Chairmanship of other Boards  | <b><u>Details of other Directorships-</u></b><br><br>i. Mahindra Susten Private Limited<br>ii. Marvel Solren Private Limited<br>iii. Mahindra Teqo Private Limited<br>iv. Mahindra Sustainable Energy Private Limited   |

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|--|---|
|  | <p>v. Gelos Solren Private Limited<br/>vi. Layer Hybren Private Limited<br/>vii. Migos Hybren Private Limited<br/>viii. Steer Hybren Private Limited<br/>ix. Ultrogen Hybren Private Limited</p> <p><b><u>Details of other Chairmanship and Memberships of Committee of other Boards: NIL</u></b></p> |
|--|---|

The Board is of the view that the knowledge and experience of Mr. Deepak Thakur will be of immense benefit and value to the Company, recommends the appointment of Mr. Deepak Thakur as a Director of the Company to the Members.

Save and except Mr. Deepak Thakur and his relatives, none of the other Directors, Key Managerial Personnel (KMP) of the Company and their relatives are, in any way, concerned or interested, financially or otherwise in the said Ordinary Resolution.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the Members.

By Order of the Board  
For **Mahindra Solarize Private Limited**

Sd/-  
Parul Soni  
Company Secretary  
ACS -73017

Place: Mumbai

Date: 15<sup>th</sup> April, 2025

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